

## TEXAS TRANSPORTATION COMMISSION

ALL Counties

### MINUTE ORDER

Page 1 of 1

ALL Districts

The Texas Department of Transportation (department) issued purchase order 601440000047052 on December 28, 2018, for the development, implementation and operations support of the Toll Operations Division back-office system, through a competitive solicitation under the authority provided by Chapter 2155, Government Code. The purchase order was previously amended to increase the original purchase order from \$80,746,091.00 to \$83,796,884.50, an amount which did not require commission approval as it was less than 10 percent of the total amount of the purchase order.

The department proposes to amend the purchase order to allow the department to increase the value of the purchase order and extend the required due date of development services by one month. This will allow for the development, implementation and operations support of the back-office system to continue as the system will provide transaction processing, interfaces to 3rd party systems, customer account maintenance, integration with the call center and customer support system, website services and the general accounting system. The amendment will increase the total consideration to be paid under the purchase order from \$83,796,884.50 to \$85,988,413.00, an increase which, after the increase made by the first amendment to the purchase order described above, will result in an increase of more than 10 percent of the total amount paid under the purchase order. A copy of the proposed amendment is attached as Exhibit A.

Subsection (b), Section 2155.088, Government Code requires that the governing body of a state agency, at a meeting, consider a material change to the contract for goods or services awarded under Chapter 2155, Government Code, and consider why the change is necessary. For the purposes of Subsection (b), an increase of at least 10 percent of the total amount paid under a purchase order is a material change.

Approval to amend the purchase order will allow additional funding of \$2,191,528.50 needed for the continuation of development, implementation and operations support services.

The commission, at a meeting, has considered the material change to the purchase order that would be made by the proposed amendment and has determined that change is acceptable and necessary.

IT IS THEREFORE ORDERED by the commission that the material change to the purchase order proposed by the department and set out in Exhibit A to this minute order is approved.

Submitted and reviewed by:

DocuSigned by:

*Kenneth Wood*

0BC08C7EC19E4C4

Director, Procurement Division

Recommended by:

DocuSigned by:

*James M. Bass*

A36629BA547D4BD

Executive Director

115825 Aug 27 2020

Minute  
Number

Date  
Passed



# PURCHASE ORDER

**P.O. No: 601440000047052**  
 Solicitation Number: 0000021589  
 P.O. Date: 12/28/2018  
 Request for Offer

Rev#: 6 – Date: Aug 04, 2020

To: <b>IBM CORPORATION</b> PO BOX 676673 DALLAS TX 75267-6673 United States	Agency To Invoice: 60144_Central Branch FIN_INVOICES@TXDOT.GOV TXDOT -FIN, VOUCHER PROCESSING 125 E 11TH ST AUSTIN TX 78701-2483 United States
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VENDOR ID: 1130871985-000

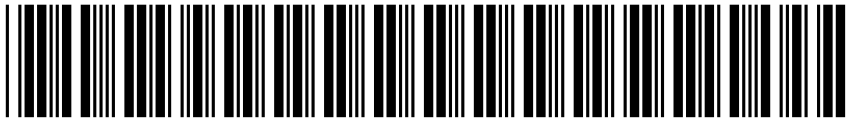
BUYER: Corsentino, Dorene

Line Item	Item Description	Quantity	Unit	Unit Cost	Extended Cost
1	<p><b>SHIP TO THE FOLLOWING LOCATION UNLESS OTHERWISE NOTED:</b>            THIS IS A SERVICE AND NO SHIPPING IS REQUIRED.            United States</p> <p><b>92014752502</b>  <b>TOLL OPERATION SERVICES ENTERPRISE SOFTWARE, BUSINESS OPERATIONS SOFTWARE.</b>            Promise Date: Dec 28, 2018</p> <p>The following comments apply to the entire Order.</p> <p>This purchase order is for the purchase of Software, application development and annual maintenance for TOD TxTag back office system which performs transaction processing, billing and customer service interface and other BOS functions in support of electronic tolling collection (ETC), image or video tolling, as well as violations and collections processing.</p> <p>Solicitation Number 601440000015380 was replaced with Solicitation Number 601440000021589 in order to perform a systematic revision to the original requisition. transposing quantities with the price of \$1.00. No other changes were performed as a result of this revision.</p> <p>Each SVCU (Service Unit) is priced at \$1.00. A SVCU is a TxDOT internal system unit of measure. Vendor will invoice at the price(s) indicated on the pricing schedule for work authorized.</p> <p>Term of service shall begin on January 1, 2019 and continue through December 31, 2022.</p>	85,988,413.00	EA	\$1.00	\$85,988,413.00

Issuing Employee Signature

Issuing Employee Title

*Failure to Deliver: If the contractor fails to deliver these supplies by the promised delivery date or a reasonable time thereafter, without giving acceptable reasons for delay, or if supplies are rejected for failure to meet specifications, the State reserves the right to purchase specified supplies elsewhere, and charge the increase in price and cost of handling, if, any, to the contractor. No substitutions or cancellations permitted without prior approval of the State.*



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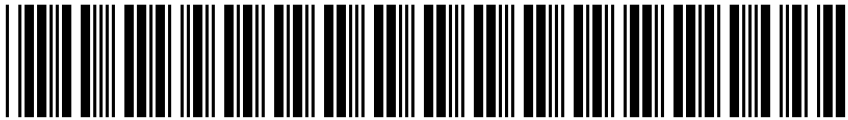
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125 E 11TH ST  
AUSTIN TX 78701-2483  
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VENDOR ID: 1130871985-000

BUYER: Corsentino, Dorene

Line Item	Item Description	Quantity	Unit	Unit Cost	Extended Cost
	<p>Service shall be performed in accordance with the documents noted below. In the event of any conflict, terms contained in the documents shall prevail in the order listed below:</p> <p>Negotiated agreement dated November 28, 2018.</p> <p>*Payment: payment will be made in accordance with the Texas Prompt Payment Act, TGC, Subtitle F, Chapter 2251. Vendor shall submit one copy of a correct itemized invoice showing the purchase order number, payee ID, remit to address, and phone number on invoice. Vendors may submit an electronic invoice. All electronic invoices shall be sent to the email address noted on the PO. All invoices received will be filed for future reference and you will receive a receipt confirmation email. To avoid the confusion of duplicate invoices, please do not send other copies of this invoice via regular mail, fax or other means. On emails for electronic invoices, include the company name (as it appears on the invoice) and the PO number in the subject line to assist in identifying and processing your invoices in a timely manner.</p> <p>TxDOT will not incur any penalty for late payment if payment is made in 30 days or less from receipt of goods or services and a correct invoice, whichever is later. Note: warrants will not be issued to a vendor without a current Texas identification number.</p> <p>*NOTE TO VENDORS PARTICIPATING IN THE EPP: Send invoices to <a href="mailto:txdot-invoice@epp.oxygen-finance.com">txdot-invoice@epp.oxygen-finance.com</a> if vendor is participating in the Early Payment Program (EPP), not the address on page 1 of the purchase order. If you are not a participant, but would like to enroll, please send an email to <a href="mailto:earlypay@txdot.gov">earlypay@txdot.gov</a> or call a Program Specialist at 866-515-3860 #4.</p> <p>Insurance is based on Negotiated agreement dated, November 28, 2018.</p> <p>Vendor Point-of-Contact for Services: Name: Tracy Diaz Telephone: 512-797-9942 Email Address: <a href="mailto:tdiaz@us.ibm.com">tdiaz@us.ibm.com</a></p> <p>TxDOT Point of Contact: Name: Doug Davies Telephone: 512-874-9170 Email Address: <a href="mailto:doug.davies@txdot.gov">doug.davies@txdot.gov</a></p> <p>TxDOT Purchasing Point of Contact:</p>				



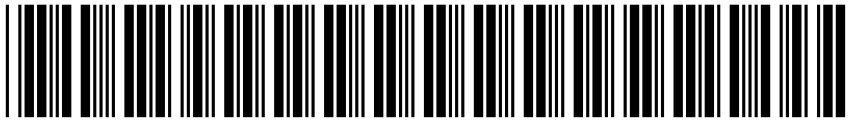
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VENDOR ID: 1130871985-000	BUYER: Corsentino, Dorene

Line Item	Item Description	Quantity	Unit	Unit Cost	Extended Cost
	<p>Name: Dorene Corsentino Telephone: 512-416-2196 Email Address: dorene.corsentino@txdot.gov *****</p> <p>Revision No. #1, Dated 07/11/2019 Revised by: D. Corsentino</p> <p>Reason for Change: Administrative change, This PO was inadvertently approved in PeopleSoft while PO was routing for approval. *****</p> <p>Revision No. #2, Dated 07/30/2019 Revised by: D. Corsentino</p> <p>FROM: January 1, 2019 to December 31, 2022 TO: January 1, 2019 to December 31, 2023.</p> <p>Attachment A - Systems Interfaces, Revised_7-30-2019 Attachment B - Scope of Work, Revised_7-30-2019 Attachment E - Hosting Services Agreement, Revised_7-30-2019 Attachment F - Table of Deliverables, Revised_7-30-2019 Attachment H - Governance and Deliverable Acceptance Process, Revised_7-30-2019 Attachment I - Technical Requirements, Revised_7-30-2019 Attachment J - TxDOT Functions Mapped to Software Solution, Revised_7-30-2019 Attachment L - Real Estate License, Revised_7-30-2019</p> <p>Change purchase order total: FROM: \$77,142,456.00 To: \$80,746,091.00 Purchase order increased by: \$3,603,635.00</p> <p>Reason for Change: Correct the term of service per the negotiated agreement. Changed configuration requirements in based on the discovery and exploratory phase. *****</p> <p>Revision No. 3, Dated 12/20/2019 Revised by: D. Corsentino</p> <p>Reason for Change: Administrative change, This PO was inadvertently initiated. No purchase order change required. *****</p> <p>Revision No. 4, Dated 07/29/2020 Revised by: D. Corsentino</p>				



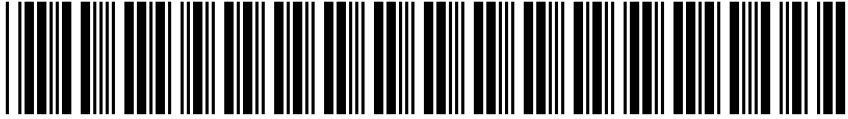
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VENDOR ID: 1130871985-000	BUYER: Corsentino, Dorene

Line Item	Item Description	Quantity	Unit	Unit Cost	Extended Cost
	<p>Change the Term of the PO: From: January 1, 2019 to December 31, 2023 To: January 1, 2019 to December 31, 2022</p> <p>Increase line quantity of item 1: From: 80,746,091.00 to: 83,351,875.50</p> <p>Change purchase order total: From: \$80,746,091.00 To: \$83,796,884.50 Purchase order Increased by \$3,050,793.50</p> <p>Change Attachments A, B, E and F to:</p> <p>1) Delete Attachment A – System Interfaces and replace with Attachment A – System Interfaces (revised 7/31/2020). 2) Delete Figure B-2, Project Schedule, Attachment B – Scope of Work and replace with Figure B-2, Project Schedule (revised 7/31/2020). 3) Delete Table B-4 In-Scope WRICEF Objects, Attachment B – Scope of Work and replace with Table B-4. In-Scope WRICEF Objects (revised 7/31/2020). 4) Append Table B-4(e) Additions and Modifications to In-Scope Workflows (7/31/2020) to Attachment B – Scope of Work, Section 8.1. 5) Append Table Establish Performance Test Environment and Decommission Select Systems.to Attachment E, Appendix B, Section 4. 6) Delete Attachment F – Table of Deliverables and replace with Attachment F – Table of Deliverables (revised 7/31/2020).</p> <p>Reason: Several changes due new merchant card vendor awarded by CPA, Extension of planning and development phase due to COVID-19 per email from Logan.</p> <p>*****</p> <p>Revision No. 5, Dated 08/04/2020 Revised by: M. Scasta</p> <p>Correct PO total and updated POCN wording changes on Revision No. 4</p> <p>Correct to Increase line quantity of item 1 on Revision No. 4:</p> <p>From:</p>				



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United States

VENDOR ID: 1130871985-000

BUYER: Corsentino, Dorene

Line Item	Item Description	Quantity	Unit	Unit Cost	Extended Cost
	<p>From: 80,746,091.00 to: 83,351,875.50</p> <p>To: From: 80,746,091.00 to: 83,796,884.50</p> <p>Purchase order total of \$83,796,884.50 remains unchanged.</p> <p>Reason: Corrections to Revision No. 4, Dated 7/29/2020</p> <p>*****</p> <p>Revision No. 6, Dated 08/04/2020 Revised by: M. Scasta</p> <p>Increase line quantity of item 1: From: 83,796,884.50 To: 85,988,413</p> <p>Change purchase order total: From: \$83,796,884.50 To: \$85,988,413.00 Purchase order Increased by \$2,191,528.50</p> <p>Reason: Extension of planning and development phase due to external factors outside of the vendor's control per email from Logan.</p>				
Total PO Amount					\$85,988,413.00